## FORM D

ODE Wall Processing Section

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

## FORM D

AUG 27 2008 Washington, DC

105

NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, **SECTION 4(6), AND/OR** UNIFORM LIMITED OFFERING EXEMPTION

OMB Number: 3235-0076 Expires: August 31,2008 Estimated average burden hours per response. . . . . 16.00

SEC USE ONLY					
Prefix	Serial				
DATE RE	CEIVED				
1	1				

Filing Under (Check box(es) that apply):   Type of Filing: New Filing   Amendme	Rule 504 Rule 505 Rule 506 Section 4(6	
	A. BASIC IDENTIFICATION DATA	
1. Enter the information requested about the iss	uer	08059092
Name of Issuer ( check if this is an amendme NORTH X-RAY PROSPE	nt and name has changed, and indicate change.) <b>ECT #1 JOINT VENTURE</b>	
Address of Executive Offices 545 East John Carpenter	(Number and Street, City, State, Zip Code) Fwy., #1600, Irving, TX	Telephone Number (Including Area Code) 972)556-1430
Address of Principal Business Operations (if different from Executive Offices)	(Number and Street, City, State, (24)	Telephone Number (Including Area Code)
Brief Description of Business		<u> </u>
	oil & gas exploration & op	perations. PROCESSE
		please specify): SEP 042008
·	Month Year nization: 110 018 Actual Esti ter two-letts. U.S. Postal Service abbreviation for State N for Canada; FN for other foreign jurisdiction)	mated IHOMSON REUTE
Jurisdiction of Incorporation or Organization: (En	nization: 10 08 Actual Esti ter two-letts. U.S. Postal Service abbreviation for State	mated HOMSON REUTE
Jurisdiction of Incorporation or Organization: (En Control of Cont	nization:	real real real real real real real real
Jurisdiction of Incorporation or Organization: (En Control of Cont	nization: 110 018 Actual Estinater two-letts. U.S. Postal Service abbreviation for State N for Canada; FN for other foreign jurisdiction)  curities in reliance on an exemption under Regulation D on 15 days after the first sale of securities in the offering the date it is received by the SEC at the address given b	or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C.  A notice is deemed filed with the U.S. Securities
Jurisdiction of Incorporation or Organization: (En Composition of Incorporation or Organization: (En Composition of Incorporation of Composition of Incorporation of Incorporati	nization: 110 018 Actual Estinater two-letts. U.S. Postal Service abbreviation for State N for Canada; FN for other foreign jurisdiction)  curities in reliance on an exemption under Regulation D on 15 days after the first sale of securities in the offering the date it is received by the SEC at the address given b	or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C.  A notice is deemed filed with the U.S. Securities elow or, if received at that address after the date on
Jurisdiction of Incorporation or Organization: (En Composition of Incorporation or Organization: (En Composition of Incorporation of Composition of Incorporation of Incorporati	nization: 110 OIB Actual Estinater two-letts. U.S. Postal Service abbreviation for State IN for Canada; FN for other foreign jurisdiction)  curities in reliance on an exemption under Regulation Decretises in reliance on an exemption under Regulation Decretises in the offering the date it is received by the SEC at the address given be d States registered or certified mail to that address.  Inmission, 450 Fifth Street, N.W., Washington, D.C. 20 list be filed with the SEC, one of which must be manually	or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C.  A notice is deemed filed with the U.S. Securities elow or, if received at that address after the date on 549.
Jurisdiction of Incorporation or Organization: (En Companization of Incorporation or Organization: (En Companization of Incorporation of Organization: (En Companization of Incorporation of Inco	nization: 110 OIB Actual Estinater two-letts. U.S. Postal Service abbreviation for State IN for Canada; FN for other foreign jurisdiction)  curities in reliance on an exemption under Regulation Decretises in reliance on an exemption under Regulation Decretises in the offering the date it is received by the SEC at the address given be d States registered or certified mail to that address.  Inmission, 450 Fifth Street, N.W., Washington, D.C. 20 list be filed with the SEC, one of which must be manually	or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C.  A notice is deemed filed with the U.S. Securities elow or, if received at that address after the date on 549.  Ty signed. Any copies not manually signed must be rt the name of the issuer and offering, any changes
Jurisdiction of Incorporation or Organization: (En Composition of Incorporation or Organization: (En Composition of Incorporation of Organization: (En Composition of Incorporation of Incorporat	nization:	or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C.  A notice is deemed filed with the U.S. Securities elow or, if received at that address after the date on 549.  Ty signed. Any copies not manually signed must be rt the name of the issuer and offering, any changes
Jurisdiction of Incorporation or Organization: (En Commerce Commer	nization:	THOMSON REUTE  TIKE  Or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C.  A notice is deemed filed with the U.S. Securities elow or, if received at that address after the date on 549.  The signed of the issuer and offering, any changes lied in Parts A and B. Part E and the Appendix need securities Administrator in each state where sales in the exemption, a fee in the proper amount shall

<del></del>			ENTIFICATION DATA		
. Enter the information	•	· ·			
·		_	within the past five years;		
Each beneficial	owner having the pov	ver to vote or dispose, or d	irect the vote or disposition	of, 10% or more	of a class of equity securities of the
<ul> <li>Each executive</li> </ul>	officer and director	of corporate issuers and o	f corporate general and ma	naging partners o	f partnership issuers; and
<ul> <li>Each general an</li> </ul>	d managing partner	of partnership issuers.			
heck Box(es) that Apply	: Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
ull Name (Last name firs Hill, V	t, if individual) Villiam	-			
		Street, City, State, Zip C y #1600,	ode) <b>Irv</b> ing, TX 7!	50.62	
heck Box(es) that Apply	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Pakack x Venturer
ull Name (Last name firs	t, if individual)				
Tri-Cre	escent Ene	rgy Corporat	tion		
usiness or Residence Ad	dress (Number and	Street, City, State, Zip C	ode)		
E. John Car	penter Fw	y., #1600.	Irving, TX 75	0362	
heck Box(es) that Apply	: Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
ull Name (Last name firs	t, if individual)				
usiness or Residence Ad	dress (Number and	Street, City, State, Zip C	ode)		
heck Box(es) that Apply	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
ull Name (Last name firs	t, if individual)	· · · · · · · · · · · · · · · · · · ·			
usiness or Residence Ad-	dress (Number and	Street, City, State, Zip C	ode)		
heck Box(es) that Apply	Promoter	Beneficial Owner	Executive Officer	Director	General and/or
					Managing Partner
ull Name (Last name firs	t, if individual)				
usiness or Residence Add	iress (Number and	Street, City, State, Zip C	ode)		
heck Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
ull Name (Last name firs	t, if individual)				
usiness or Residence Add	fress (Number and	Street, City, State, Zip C	ode)		
heck Box(es) that Apply:	Promoter	Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
ill Name (Last name first	, if individual)			<del></del>	
	ress (Number and	Street, City, State, Zip Co	ode)		
isiness of Residence Add	itess (itemoer and		,		

				<del></del>	<b>5.</b> I	NFORMAT	ION ABOU	JT OFFER	ING	· · · · · · · · · · · · · · · · · · ·	····		
									- this offer	·i=~?		Y'es	No
1. H	las the	issuer sol	d, or does			il, to non-						<b>X</b>	
	m					n Appendir		_				. 9:	375.
2. %	V RAT 13	i the minin	uma iuasat	ment that v	viii be zeci	epted from	TIN INGIAN	uuar,				Yes	No
3. D	oes th	e offering	permit jois	it ownersh	ip of a sing	gle unit?					41 **** *******************************		
co If	4. Enter the information requested for each person who has been or will be paid or given, directly or indirectly, any commission or similar remuneration for solicitation of purchasers in connection with sales of securities in the offering. If a person to be listed is an associated person or agent of a broker or dealer registered with the SEC and/or with a state or states, list the name of the broker or dealer. If more than five (5) persons to be listed are associated persons of such a broker or dealer, you may set forth the information for that broker or dealer only.												
Full N	ame (i	Last name	first, if inc	lividual)	N	I/A							
Busine	:55 OF	Residence	Address (	Number an		ity, State,	Zip Code)			<del></del>		<del></del>	· · · · · · · · · · · · · · · · · · ·
										<u>.</u>			
Name	of Ass	sociated B	roker or De	aler									
States	in Wh	nich Person	n Listed Ha	s Solicited	or Intend	s to Solicit	Purchasers	<u> </u>					
(0	Check	"All State	s" or check	individua	l States)		************	***************************************		****************	· • • • • • • • • • • • • • • • • • • •	🔲 A	li States
[7		[AK]	(AZ)	[AR]	CA	CO	CT	DE	DC	FL	GA	H	Ш
		IN	IA	KS	KY	LA	ME	MD	MA	MI	MN	MS	MO
(N	<u> </u>	NE	(NV)	NH	NI	MM	NY	(NC)	(DD)	OH	OK	OR	PA
	या	(SC)		TN	TX	(UI	$(\nabla T)$	VA	WA	WV	W	WY	PR
	Ì	· · · · · · · · · · · · · · · · · · ·	first, if ind	<u> </u>	nd Street, (	City, State,	Zip Code)						
		·											<del></del>
Name	of Ass	ociated B	roker or De	aler									
States	in Wh	ich Person	Listed Ha	s Solicited	or Intends	to Solicit	Purchasers						
(C	Check	"All State:	s" or check	individual	States)	<b>.</b>				,.,.,		All States	
[Ā	IL)	[ĀK]	AZ	AR	CA	CO	(CT)	DE	DC	FL	GA	H	(D)
				KS	KY	LA	ME	MD	MA	MI	MN	MS	MO
	T	NE	NV	(NH)	NI	MK	NY	NC	ND	OH	OK)	OR	PA
0	U	(SC)	SD	TN	(IX)	UT	(VT)	(VA)	WA	WV	(WI	WY	PR
Fuli N	ame (I	Last name	first, if ind	ividual)									····
Busine	35 Of	Residence	Address (	Number an	d Street, C	ity, State,	Zip Code)		<del></del>	<del></del>		<del></del>	
Name	of Ass	ociated Br	oker or De	aler									
States	in Wh	ich Person	Listed Ha	Solicited	or Intends	to Solicit	Purchasers	<u> </u>					
(C	heck '	"All States	or check	individual	States)	·····	·····	•••••	·····	••••		☐ Al	States
Z	<b>I</b>	AK	[AZ]	AR	CA	CO	CT	DE	DC	FL	GA		
Œ				KS	(KY)	LA	ME	MD	MA	MI	MN	MS	MO
M		NE	[NV]	NH	[N]	NM	NY	(NC)	ND	OH]	OK	OR	PA
		SC	( <u>\$</u> 5)	TN	TX	(UT)	VT	[VA]	WA	WV	WI	WY	PR

## C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if the answer is "none" or "zero." If the transaction is an exchange offering, check this box and indicate in the columns below the amounts of the securities offered for exchange and		
	Type of Security	Aggregate Offering Price	Amount Already Sold
		_	•
	Debt		
	Equity	·	<b>a</b>
	Common Preferred		•
	Convertible Securities (including warrants)		\$
	Partnership Interests Other (Specify Joint Venture Interests		3
	Total	730,000	5
	Answer also in Appendix, Column 3, if filing under ULOE.		
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is "none" or "zero."		Aggregate
		Number Investors	Dollar Amount of Purchases
	Accredited Investors		\$
	Non-accredited Investors		\$
	Total (for filings under Rule 504 only)		\$
	Answer also in Appendix, Column 4, if filing under ULOE.		
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C — Question 1.		
	Type of Offering	Type of Security	Dollar Amount Sold
	Rule 505	<del></del>	\$
	Regulation A		\$
	Rule 504	<del></del>	\$
	Total		\$ <u>·</u>
4	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.		
	Transfer Agent's Fees		\$
	Printing and Engraving Costs		\$
	Legal Fees		S
	Accounting Fees	_	\$
	Engineering Fees	_	\$
	Sales Commissions (specify finders' fees separately)	_	\$
	Other Expenses (identify) organizational costs, Blue Sky filt		\$ 75,000
	Totalaccounting & other syndication expe		\$ <u>75,000</u>

C. OFFERING INICE, NOMBER OF INVESTORS, ENTERIORS	2 (102 01 110 0112 1	
b. Enter the difference between the aggregate offering price given in response to Part C — and total expenses furnished in response to Part C — Question 4.a. This difference is the "adj proceeds to the issuer."	justed gross	s 675,000
5. Indicate below the amount of the adjusted gross proceed to the issuer used or proposed to each of the purposes shown. If the amount for any purpose is not known, furnish an escheck the box to the left of the estimate. The total of the payments listed must equal the adjuproceeds to the issuer set forth in response to Part C — Question 4.b above.	stimate and	
	Payments to Officers, Directors, & Affiliates	Payments to Others
Salaries and fees		🗆 \$
Purchase of real estate	<b>S</b>	_ 🗆 \$
Purchase, rental or leasing and installation of machinery and equipment		
Construction or leasing of plant buildings and facilities		
Acquisition of other businesses (including the value of securities involved in this offering that may be used in exchange for the assets or securities of another issuer pursuant to a merger)	<u> </u>	_ []\$
Repayment of indebtedness	<b>s</b>	_ [] \$
Working capital	<b>\$</b> _	_ 🗆 \$
Other (specify): Turnkey Drilling	<u></u>	<u></u> §\$ <u>675,00</u>
	 \$	
Column Totals	<b>s</b>	<u></u> s <u>675,00</u>
Total Payments Listed (column totals added)	<b>x</b> s_	675,000
D. FEDERAL SIGNATURE		
The issuer has duly caused this notice to be signed by the undersigned duly authorized person. I signature constitutes an undertaking by the issuer to furnish to the U.S. Securities and Exchan the information furnished by the issuer to any non-accredited investor pursuant to paragraph	nge Commission, upon writt	ule 505, the following en request of its staff,
Issuer (Print or Type) North X-Ray Prospect #1 Joint	Date S/	20/08
Name of Signer (Print or Type) Venture of Signer (Print or Type)	1	7
Bill Hill, President, Tri-Crescent Energy	Corporation,	Managing
		Venturer

- ATTENTION -

Intentional misstatements or omissions of fact constitute federal criminal violations. (See 18 U.S.C. 1001.)

		E. STATE SIGNATU	RE		
1.	Is any party described in 17 CFR 230.26 provisions of such rule?		•	Yes	No
		See Appendix, Column 5, for st	nte response.		
2.	The undersigned issuer hereby undertakes D (17 CFR 239.500) at such times as req	•	ntor of any state in which this notice is f	iled a no	tice on Form
3.	The undersigned issuer hereby undertake issuer to offerees.	s to furnish to the state adminis	trators, upon written request, informat	ion furn	ished by the
4.	The undersigned issuer represents that th limited Offering Exemption (ULOE) of the of this exemption has the burden of establishments.	ne state in which this notice is fil	ed and understands that the issuer claim		
	ner has read this notification and knows the c thorized person.	ontents to be true and has duly ca	used this notice to be signed on its beha	f by the	undersigned
Issuer (	Print or Type)	Signature	Date		

Bill Hill, President, Tri-Crescent Energy Corporation, Managing Venturer

Venture Title (Print or Type)

## Instruction:

North X-Ray Prospect #1 Joint

Name (Print or Type)

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

				AF	PPENDIX				
1	Intend to non-a investor	2 If to sell accredited as in State 3-Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)		Type of investor and amount purchased in State (Part C-Item 2)				
State	Yes	No	Jt. Venture Interests	Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
AL									
AK	Ī								
AZ									
AR	Х		\$100,000						Х
CA	x		750,000						X
со	X		750,000						Х
СТ	ı								
DE									
DC									
FL	X		750,000				<u> </u>		X
GA	х		750,000						x
ні		ļ	,						ļ
ID				• · · ·					<b>y</b>
IL	Х		750,000						Х
IN	Х	ļ <u>.</u>	750,000						Х
IA		ļ							v
KS	Х		750,000						Х
KY									
LA	Х		750,000						Х
ME							<del></del>	*	
MD	<del> </del>	<u> </u>					<del></del>		
MA	v		750,000						х
MI	X		<u> </u>						x
MN	X		750,000						^
MS		]							

				APP	ENDIX					
1	Intend to non-a investor	2 I to sell accredited as in State	Type of security and aggregate offering price offered in state (Part C-Item 1)		amount pu	f investor and irchased in State C-Item 2)		5 Disqualification under State ULOE (if yes, attach explanation of waiver granted) (Part E-Item 1)		
State	Yes	No		Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No	
мо										
МТ										
NE	Х		750,000						х	
NV	x		750,000						X	
NH										
NJ										
NM	х		750,000						Х	
NY	X		750,000						X	
NC	Х		750,000						X	
ND										
ОН	Х		750,000						x	
ок	X		750,000						X	
OR										
PA										
RI										
SC										
SD										
TN										
TX	Х		750,000						X	
UT									•	
VΤ									-	
VA										
WA	x		750,000						х	
wv	X		750,000						x	
wı		<u> </u>						-		